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1-190A002

Norfolk Southern Corporation  
Law Department  
Three Commercial Place  
Norfolk, Virginia 23510-2191

8330-6  
RECEIVED

J. Gary Lane  
Senior General Attorney

Writer's Direct Dial Number

JUL 9 1991 - 10 00 AM

(804) 629-2818

INTERSTATE COMMERCE COMMISSION

July 3, 1991

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, D. C. 20423

JUL 9 9 57 AM '91  
RECEIVED

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Release and Satisfaction and Bill of Sale, a secondary document, dated as of July 2, 1991. The primary document to which this is connected is recorded under Recordation No. 8330.

The names and addresses of the parties to the secondary document are as follows:

LESSOR/TRUSTEE: Citibank, N. A.  
120 Wall Street  
New York, NY 10043

LESSEE/GUARANTOR: Norfolk Southern Railway Company  
(formerly Southern Railway Company)  
Three Commercial Place  
Norfolk, VA 23510

The equipment originally covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (both inclusive)</u>
467	70-ton Pulpwood Cars	LP	140515-140981
230	70-ton Box Cars	XM	528970-529199
150	100-ton Covered Hopper Cars	LO	91950-92099


C. Quintarop - Tammy M. Dawson

A fee of \$15.00 is enclosed. Please return two of the original counterparts, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Release and Satisfaction and Bill of Sale dated July 2, 1991, to terminate Equipment Trust Agreement with Recordation No. 8330, dated May 1, 1976, and covering 467 70-ton pulpwood cars numbered 140500-140514, 230 70-ton box cars numbered 528970-529199, and 150 covered hopper cars numbered 91950-92099.

Very truly yours,

A handwritten signature in black ink, appearing to read 'J. Gary Lane', with a stylized flourish at the end.

J. Gary Lane

jgl

Enclosures

**Interstate Commerce Commission**  
Washington, D.C. 20423

7/9/91

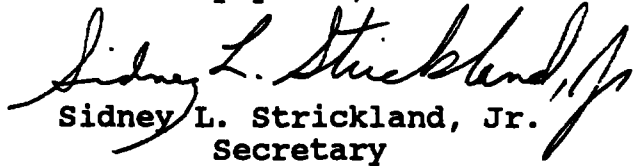
OFFICE OF THE SECRETARY

Mr. J. Gary Lane  
Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510-2191

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/9/91 at 10:00AM, and assigned recordation number(s). 8330-G and 8365-B.

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

SOUTHERN RAILWAY EQUIPMENT TRUST  
No. 3 of 1976

8330-G  
JUL 9 1991 - 10 50 AM

INTERSTATE COMMERCE COMMISSION  
RELEASE AND SATISFACTION AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that Citibank, N.A. (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of May 1, 1976, as supplemented (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (formerly named Southern Railway Company) (the "Railroad"), providing for the formation of Southern Railway Equipment Trust No. 3 of 1976 (the "Equipment Trust"), hereby certifies that all of the principal of the Trust Certificates and dividend warrants attached thereto issued under the Equipment Trust have been fully paid and that all of the obligations of the Railroad under the Agreement have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Trustee hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad, its successors and assigns, as its and their absolute property, all of the Trustee's right, title and interest in and to the railroad equipment subject to the Equipment Trust and releases the Railroad, its successors and assigns, from any and all obligations of the Agreement.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its ~~Vice Presidents~~ <sup>Senior Trust Officers</sup> under its corporate seal attested by one of its ~~Assistant Secretaries~~, this 2nd day of July, 1991. TRUST OFFICER

CITIBANK, N.A., as Trustee

By:

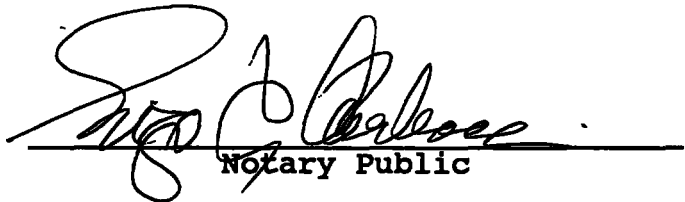
E. Gibbons  
~~Vice President~~  
Senior Trust Officer

ATTEST:

Pam J. Cote  
~~Assistant Secretary~~  
TRUST OFFICER

STATE OF )  
 )  
 COUNTY OF )

On this 2nd day of July, 1991, before me,  
 a Notary Public, personally appeared E. GIBBONS,  
 to me personally known, who, being by me duly sworn, says he is a  
Senior Trust Officer of Citibank, N.A., that the seal  
 affixed to the foregoing instrument is the corporate seal of said  
 corporation, that said instrument was signed and sealed on behalf  
 of said corporation by authority of its Board of Directors, and  
 he acknowledged that the execution of the foregoing instrument  
 was the free act and deed of said corporation.

  
 Notary Public

My commission expires:

NOTARY PUBLIC, State of New York  
 No. 1-0695595  
 Qualified in Richmond County  
 Certificate Filed in New York County  
 Term Expires March 30, 1992

ENZO L. CARBOCCI  
 Notary Public, State of New York  
 No. 43-5205595  
 Qualified in Richmond County  
 Certificate Filed in New York County  
 Term Expires March 30, 1992